

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
HABIBOLLAH KERMANSHAH,

Plaintiff,

v.

ABBAS KERMANSHAH, ABDOLMAJID
KERMANSHAH, a/k/a MAJID
KERMANSHAH, ABDOLHAMID
KERMANSHAH, a/k/a HAMID
KERMANSHAH, 263 WEST 30TH INC.,
BANAFSH REALTY, INC., EBRAHIM
REALTY, INC., KERMANSHAH
BROTHERS ORIENTAL RUGS, INC.,
KERMANSHAH ORIENTAL RUGS, INC.,
KERMANSHAH BROTHERS RUGS, INC.,
OVERSEAS PARTNERSHIP CO., INC.,
OVERSEAS PARTNERSHIP COMPANY,
RAHMAN NY, INC., SHERIN WEST 86TH
STREET CORP., SHIREWIL, INC., and
WILSHIRE LIMITED,

Defendants.
-----X

Civil Action No. 1:08-cv-00409-BSJ-AJP
ECF Case

**AFFIDAVIT OF
ABDOLHAMID KERMANSHAH**

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

ABDOLHAMID KERMANSHAH, being duly sworn, deposes and says:

1. I submit this Affidavit in support of Defendants Abdolmajid Kermanshah, Abdolhamid Kermanshah, 263 West 30th Inc., Banafsh Realty, Inc., Ebrahim Realty, Inc., Kermanshah Brothers Oriental Rugs, Inc., Kermanshah Oriental Rugs, Inc., Kermanshah Brothers Rugs, Inc., Overseas Partnership Co., Inc., Overseas Partnership Company, Rahman NY, Inc., Sherin West 86th Street Corp., Shirewil, Inc., and Wilshire

Limited and Abbas Kermanshah Motion to Dismiss the First Amended Complaint in the above captioned action.

2. I am one of the named individual defendants.

3. I am also the brother of plaintiff Habibollah ("Habib") Kermanshah.

4. This Affidavit is based upon personal knowledge except as to matters stated to be on information and belief, and as to those matters I believe them to be true.

5. I have read the First Amended Complaint with Jury Demand dated April 18, 2008 ("Amended Complaint") in the above referenced action.

6. I am submitting this Affidavit for the purpose of providing the Court with documents that either are integral to the Amended Complaint or are referenced by Plaintiff in the Amended Complaint.

7. Annexed hereto as Exhibit A is a true and correct copy of the letter dated October 18, 2000 that my brother Majid and I, along with our parents, signed and sent to His Royal Highness Prince Abdullah Faisal Alsaud of Saudi Arabia.

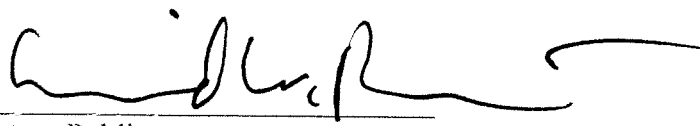
8. Annexed hereto as Exhibit B is a true and correct copy of the original Arabic language document that is the counterclaim of Habibollah Kermanshah against Abbas Kermanshah in Case No. Q/1/1181 in the 6th Commercial District Board, Kingdom of Saudi Arabia, Court of Riyadh, dated December 27, 2005, as well as the notarized English translation of that document.

9. Annexed hereto as Exhibit C is a true and correct copy of the Affidavit of Abbas Kermanshah sworn to February 12, 2006 and a true and correct copy of the Affidavit of Abdolhamid Kermanshah sworn to Dec. 28, 2005 (the "Affidavits"). The

Affidavits were prepared in connection with litigation referenced in paragraph 8 above. Upon information and belief the Affidavits were given to Habib Kermanshah's attorneys in Saudi Arabia shortly after they were executed.


ABDOLHAMID KERMANSHAH

Sworn to before me this
14th day of May 2008


Notary Public

DAVID W. PERKINS
Notary Public, State of New York
No. 01PE4918175
Qualified in Queens County
Commission Expires Feb. 10, 2010

Exhibit A

Kermanshah

oriental rug gallery

His Royal Highness Prince Abdullah Faisal Alsaud.
Riyadh, Royal Kingdom Of Saudi Arabia.

October 18th, 2000

Assalam Alekum,

Dear His Highness,

This letter is written on behalf of Kermanshah Oriental Rugs Inc., to respectfully draw your attention to the matter of past due balance of 8,473,000.00 Saudi Riyals for Persian rugs which were sold to your Highness by Mr. Abbas Hossein Kermanshah.


Mr. Abbas Hossein Kermanshah is the sole representative of Kermanshah Oriental Rugs Inc. in the Royal Kingdom of Saudi Arabia and Overseas. Mr. Abbas Hossein Kermanshah is the only authorized representative to collect payment from customers and clients.


Mr. Habibollah Kermanshah is our brother but he is not our business partner nor he involves in our business and any business transactions in the Royal Kingdom of Saudi Arabia and overseas including the United States of America. Mr. Habibollah Kermanshah is not authorized to represent and/or collect any payment for any sold rugs belonging to Kermanshah Oriental Rugs Inc. and Mr. Abbas Hossein Kermanshah.

Mr. Abbas Hossein Kermanshah sold Persian rugs to your highness many years ago in good faith and to date Mr. Abbas Hossein Kermanshah does not receive any payment yet and as a result Kermanshah Oriental Rugs Inc. has been going through severe financial crisis because Kermanshah Oriental Rugs Inc., got the loan and purchased these Persian rugs which were sold to your highness and the Kermanshah Oriental Rugs Inc., is still paying the interest on this loan.

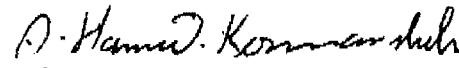
Kermanshah dearly appreciates your business and deeply accepts your kind action to make the payment of balance due in full immediately to Mr. Abbas Kermanshah. Mr. Abbas Kermanshah is our only representative in the Royal Kingdom of Saudi Arabia.

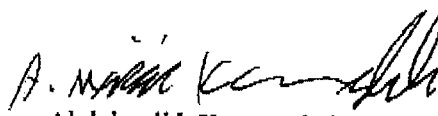
Witness:


Hossein Mohammad Kermanshah
(Father)


Gilan Kermanshah
(Mother)

Sincerely Yours.


Dr. Abdulhamid Kermanshah
Brother.


Abdolmajid Kermanshah
Brother.

Sworn before me this 18th day of Oct 2000.

CLAUDIA L. GUERRA
Notary Public, State of New York
No. 01605074195
Qualified in New York County
Commission Expires March 10, 2003



57 FIFTH AVENUE • NEW YORK, NY 10003
(212) 627-7077 (212) 627-2939

Exhibit B

خدمات المغترب

Immigrant Services

552 Atlantic Ave. Brooklyn, NY 11217

Tel. 718-330-0732

(Translated from Arabic Original Document)

By the Name of Allah the Merciful the Most Merciful

Thanyan Said Bin Thanyan Office

Counselors & Attorneys at Law

License 154/25

Date: 11/25/1426 (12/27/2005)

Dear president and members of the 6th Commercial District Board in the claim office

Peace be upon you

I, Thanyan Said Bin Thanyan, agent of Habib Kermenshah submit this notice on his behalf in Case No. Q/1/1181 which is submitted from my client as a counterclaim against Abbas Kermenshah and the summary of it is as follows:

Regarding the proof of the partnership between my client and the defendant in the trade of carpets whether in the Saudi Arabia or outside of Saudi Arabia my client has proofs and evidences that prove their partnership for more than two decades, and some of them are:

1. My client is a partner with his brothers in (Kermenshah Brothers Eastern Carpets Company) which its main office is in New York, USA. He has 160 Shares paid in full out of 200 shares the capital of the company, (attached as proof No. 1)
2. My client came to Saudi Arabia to work in the trade of Carpets in Saudi after he has worked in the same business in Emirate, Kuwait and other parts of the Middle East. Since the defendant, Abbas Kermenshah, was the oldest of his brothers and he was the responsible person for the administration of the business, all of the dealings were done under his name and his signature. They worked together as partners in Saudi Arabia and outside Saudi Arabia, and they imported carpets for many of their clients such as, my client imported carpets from Iran via Kuwait according to shipment tracking No. (85116205-096) for the defendant (attached as proof No. 2) and another one according to shipment tracking No. (096-75367401) under the name of the defendant (attached as proof No. 3). The point is that sending this shipment by my client to the defendant to Saudi Arabia shows that there is dealing between them and this dealing is the partnership between them. If not why would my client sent these shipments and others to the defendant. My client sent a shipment to Prince Naif Bin Abdulaziz according to shipment tracking No. (072-29859152) (attached as proof No. 4). The proof of their partnership is the letter which

the defendant sent to Prince Naif Bin Abdulaziz informing him of the price of the carpets. This letter has the signature of the defendant. (attached as proof No. 5). My client sent a shipment to Prince Faisal Bin Fahd according to shipment tracking No. (072-15754281) (attached as proof No. 6) the defendant also sent a signed letter to Prince Faisal Bin Fahd demanding the payment of the carpets prices (attached as proof No. 7). My client sent a shipment to the defendant via Beirut international airport to the USA according to shipment tracking No. (05113905), (attached as proof No. 8). There is a price list and letters from (Kermenshah Brothers, company) which my client owns 160 shares of it, as clarified in section No. 1 (attached as proof No. 9)

3. Both my client and the defendant had deposited some carpets with Wamdha commercial import associate as a trust, an agreement was written with the above-mentioned associate. In the agreement it was mentioned that the second party of the agreement are Abbas and Habib Kermenshah (attached as proof No. 10). The defendant has acknowledged that his brothers, Habib Allah Kermenshah, Abdulmajeed Kermenshah, and Dr. Abdulhameed Kermenshah, (Meaning the partners in Kermenshah brothers Company has the right to control and/or act with the carpets in Maradh Alnokhbah Alnadirah in his absence, (attached as proof No. 11).
4. My client and the defendant acted as representatives of Kermenshah Brothers Company (which my client owns 160 shares of it fully paid) and made an agreement with AlQusoor Alraqia Associate in Saudi Arabia according to the agreement dated 07/25/1984, the defendant signed the agreement as its agent (attached as proof No. 12) the defendant was responsible of the administration of the company. (attached as proof No. 13), (business card of the company). The lease of the branch in Jeddah was in my client's Name (copy of the lease attached as proof No. 14). The phones of the branch was under my client's Name and he used to pay the phone bills (attached a receipt for the branch in Jeddah as proof No. 15). We also sending you a copy of a receipt for paying the rent of the branch (attached as proof No. 16)
5. The defendant sent a signed letter to Prince Abdulaziz Bin Faisal demanding the payment of the carpets prices which was shipped to him and the phone numbers of the Alqusoor Alraqia was mentioned in the letter (attached as proof No. 17).
6. My client and the defendant imported carpets for Prince Abdullah Alfaisal, a disagreement over the price took place and an agreement was written to issue two checks, one payable to my client and the other payable to the defendant. The agreement was signed by my client and the defendant. (attached as proof No. 18). This is a clear proof that there is a partnership between in the carpets business.
7. The defendant sent a signed letter (letter head of Kermenshah Brothers Company) which my client own 160 shares of it, to Shaikh Saad Bin Abdullah Bin Ammar (an agent of King Fahd Bin

Abdulaziz (may Allah have mercy on him) demanding the payment of the price of 42 Iranian carpets shipped to Alyamamah Castle in Riyadh (attached as proof No. 19).

8. My client and the defendant imported a cotton Iranian carpet to princess Nouf Bint Mohamed Bin Saud (the great) and she wrote a note acknowledging that she has received the carpet and she promised to pay the price to Abbas Kermenshah or Habib Kermenshah (attached as proof No. 20). This is a clear proof of the existence of the partnership between my client and the defendant.
9. My client and the defendant open a joint bank account in the Saudi English Bank No. (01-118942-13) (attached as proof No. 21)
10. My client sent a letter to Dubai Limited Bank in Dubai city Emirate giving power of attorney to the defendant to act on his behalf regarding the account No. (111713). This letter contains the signature of the defendant and the verification of the private bank in Riyadh (attached as proof No. 22). The question is why my client would give the defendant the right to control and act on his behalf in his account if they do not have dealings proving this matter.
11. We also enclose testimonies of more than 30 witnesses proving that there is a partnership between my client and the defendant in the carpet business. All of them are willing to come to your commercial district office and testify before your honors.

Your honors,

Everything that has been above-mentioned is consider material and clear proofs which has no doubt proving and confirming that there is a partnership in the carpet business between my client and the defendant. Therefore, we demand the appointment of a judicial guard over the branches in Riyadh and Jeddah, and counting the inventories in them considering (adding) what the defendant has removed since he became aware of this lawsuit and dissolve the partnership between them.

We also demand the issuance of order to prevent the defendant from traveling and prevent him from having control over the carpet business until after the decision of this case.

Seal and signature of the law office

Translator Note:

The A.D dates are not mentioned in the Arabic document, they are converted from H.J. date using software.

State of New York, Kings County}

I, Abdo Kayed, do solemnly swear that I am fluent in both the Arabic and English languages, I am competent to translate the attached document and that the translation is true and accurate, to the best of my abilities.

**SWORN AND SIGNED
KINGS CO. NEW YORK**

Subscribed and sworn to before me this 9th day of may, 2008

Abdo K. Kayed

Notary public

EMRAN AHMAD
Notary Public, State of New York
No. 01AH4599882
Qualified in Nassau County 3
Cert. Filed in Kings County
Commission Expires March 30, 2011

بسم الله الرحمن الرحيم

Thanyan Said Bin Thanyan
Office
COUNSELORS & ATTORNEYS AT LAW
Licence 154/25



مكتب
ثنيان سعيد بن ثنيان
حامون ومستشارون قانونيون
ترخيص ٢٥ / ١٥٤

التاريخ : ٢٥ / ١١ / ١٤٢٦ هـ

أصحاب الفضيلة رئيس وأعضاء الدائرة التجارية السادسة بديوان المظالم
السلام عليكم ورحمة الله وبركاته ،،،

يتقدم لفضيلتكم بهذه المذكرة / ثنيان سعيد بن ثنيان - بالوكالة عن المدعي / حبيب كرمناشاه - في
الدعوى رقم (١١٨١ / ١ / ق) المقامة من موكلي في مواجهة / عباس كرمناشاه ونوجز فيما يلي : -

فيما يخص إثبات الشراكة بين موكلي والمدعى عليه في تجارة السجاد سواء داخل المملكة العربية السعودية
أو خارجها فتوجد لدى موكلي قرائن وأدلة تثبت هذه الشراكة على امتداد أكثر من عقدين من الزمن ومنها ما
يلي :

- ١- إن موكلي شريك مع اخوانه في شركة كرمناشاه اخوان للسجاد الشرقي - مقرها الرئيسي في
نيويورك بالولايات المتحدة الأمريكية - وله فيها عدد (١٦٠) مائة وستون سهماً مسددة بالكامل
من أصل (٢٠٠) مائتان سهم هي رأس مال الشركة (مرفق كمستند رقم ١) .
- ٢- حضر موكلي على المملكة العربية السعودية للعمل بتجارة السجاد بالمملكة بعدما عمل في نفس
المجال في الإمارات العربية المتحدة والكويت وغيرها من دول الشرق الأوسط ، وحيث أن المدعى
عليه (عباس كرمناشاه) كان هو الأخ الأكبر في الشركة وكان هو المسئول الإداري فيها ، فكانت كل
المعاملات تسري باسمه وتحت توقيعه . فعمل سويماً في ظل هذه الشراكة سواء في المملكة أو
خارجها ، وقام بتوريد سجاد للكثير من العملاء منها على سبيل المثال :
(أ) قام موكلي بتوريد طلبية سجاد من إيران عبر الكويت ، بموجب بوليصة الشحن رقم
(٠٩٦ - ٨٥١١٦٢٠٥) للمدعى عليه (مرفق صورة كمستند رقم ٢) ، وكذلك طلبية أخرى
بموجب البوليصة رقم (٧٥٣٦٧٤٠١ - ٠٩٦) باسم المدعى عليه ، (مرفق صورة كمستند رقم ٣)

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محامون ومستشارون قانونيون
ترخيص ٢٥ / ١٥٤

والشاهد هنا أنه إرسال موكلي هذه الطلبات باسم المدعى عليه للملكة يعني وجود تعامل بينهم ، فإن لم يكن هذا التعامل هو مشاركة بينهم ، فلماذا أرسل موكلي للمدعى هذه الطلبات وغيرها ؟
(ب) أرسل موكلي طلبية سجاد من دبي إلى صاحب السمو الملكي الأمير / نايف بن عبد العزيز بموجب بوليصة الشحن رقم (٢٩٨٥٩١٥٢ - ٠٧٢) ، (مرفق صورة كمستند رقم ٤) والشاهد على وجود شراكة بين موكلي والمدعى عليه ، هو الخطاب الذي وجهه المدعى عليه لصاحب السمو الملكي الأمير نايف بن عبد العزيز - يوضح فيه سعر هذا السجاد ، وهذا الخطاب يحمل توقيع المدعى عليه ، (مرفق صورة كمستند رقم ٥) .

(ج) أرسل موكلي طلبية سجاد باسم صاحب السمو الملكي الأمير / فيصل بن فهد - بموجب بوليصة الشحن رقم (١٥٧٥٤٢٨١ - ٠٧٢) ، (مرفق كمستند رقم ٦) ، ووجهه المدعى عليه كذلك خطاب مهمور بتوقيعه لصاحب السمو الملكي الأمير / فيصل بن فهد - للمطالبة بتسديد قيمة هذا السجاد ، (مرفق كمستند رقم ٧) .

(د) أرسل أيضا موكلي طلبية سجاد للمدعى عليه عبر مطار بيروت الدولي بلبنان إلى الولايات المتحدة الأمريكية بموجب بوليصة الشحن رقم (٠٥١١٣٩٠٥) ، (مرفق كمستند رقم ٨) .
(هـ) توجد قائمة أسعار ، وإرساليات برسم البيع موجهه من شركة كرمنشاه إخوان (التي يملك موكلي فيها عدد ١٦٠ سهم وفقاً لما ذكر الفقرة ١ - أعلاه) ، ومهمورة بتوقيع المدعى عليه (مرفق كمستند رقم ٩ - أ - ب - ج) .

٣- لقد وضع موكلي والمدعى عليه بعض السجاد كأمانة لدى مؤسسة ومضة للتجارة والتوريدات وتم تحرير محضر بذلك بينهما وبين المؤسسة المذكورة ، وقد ذكر في هذا المحضر أن الطرف الثاني هما " عباس وحبيب الله حسين كرمنشاه " ، مرفق كمستند رقم (١٠) ، وقد أقر المدعى عليه بان اخوته وهم " حبيب الله كرمنشاه وعبد المجيد كرمنشاه والدكتور عبد الحميد كرمنشاه " - أي الشركاء في شركة كرمنشاه إخوان - لهم حق التصرف في السجاد الموجود لدى معرض النخبة النادرة في غيابيه أو حضوره ، (مرفق صورة كمستند رقم ١١) .

٤- قام المدعى عليه وموكلي كممثلين لشركة كرمنشاه إخوان ومقرها نيويورك (والتي يملك فيها موكلي ١٦٠ سهم مدفوع القيمة) بالتعاقد مع مؤسسة القصور الراقية بالمملكة العربية السعودية بعقد وكالة توزيع بموجب العقد المؤرخ بينهم بتاريخ ٢٥ / ٧ / ١٩٨٤ م ، ووقع المدعى عليه

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ترخيص ٢٥ / ١٥٤

على هذا العقد باعتباره ممثل الشركة (مرفق صورة كمستند رقم ١٢) وكان المدعى عليه يتولى الإدارة ، (مرفق صورة كمستند رقم ١٣ من البنس كارت للمؤسسة) وكان عقد الإيجار لفرع بمدينة جدة باسم موكلي ، (مرفق صورة من عقد الإيجار كمستند رقم ١٤) ، كما كانت هواتف المكتب مسجلة لدى شركة الاتصالات باسم موكلي وهو من كان يقوم بدفع هذه الفواتير (مرفق صورة من سداد فاتورة مكتب بجده كمستند رقم ١٥) ، كما نرفق لفضيلتكم صورة من إيصال سداد قسط الإيجار للمكتب ، (مرفق كمستند رقم ١٦) .

٥- وجهه المدعى عليه خطاب مهوور بتوقيع إلى سمو الأمير / عبد العزيز بن فيصل آل سعود - للمطالبة بقيمة سجاد تم توريده لسموه ، وذكرت هواتف مؤسسة القصور الراقية (مرفق كمستند رقم ١٧) .

٦- قام موكلي والمدعى عليه بتوريد سجاد لصاحب السمو الملكي الأمير / عبد الله الفيصل - وقد حدث خلاف على سعر هذا السجاد ، فحرر محضر على مطبوعات سمو الأمير ، بأن يحرر شيكين بمبلغ السجاد أحدهما باسم موكلي والآخر باسم المدعى عليه ، وتم توقيع هذا المحضر من موكلي والمدعى عليه ، وشهادة شهود (مرفق صورة كمستند رقم ١٨) ، وهذا دليل واضح على وجود شراكة بينهما في تجارة السجاد .

٧- وجهه المدعى عليه خطاب مهوور بتوقيع على مطبوعات شركة كرمنشاه أخوان (التي يملك موكل فيها ١٦٠ سهماً) للشيخ / سعد بن عبد الله بن عمار - وكيل خادم الحرمين الشريفين الملك / فهد بن عبد العزيز - يرحمه الله - للمطالبة بقيمة عدد (٤٢) سجاده إيراني قام بتوريدها لقصر اليمامة بالرياض ، (مرفق صورة كمستند رقم ١٩) .

٨- ورد موكلي والمدعى عليه سجادة إيراني صوف واحدة للأمير / نوف بنت محمد بن سعود الكبير وحررت سموها إقرار بأنها استلمت وإنها ملتزمة بسداد المبلغ إلى عباس حسين كرمنشاه أو حبيب كرمنشاه ، (مرفق صورة كمستند رقم ٢٠) ، وهذا دليل واضح على وجود الشراكة بين موكلي والمدعى عليه .

٩- فتح موكلي والمدعى عليه حساب مشترك بالبنك السعودي البريطاني رقم (١٣ - ١١٨٩٤٢ - ٠١) (مرفق صورة كمستند رقم ٢١) .

بسم الله الرحمن الرحيم

Thanyan Said Bin Thanyan
Office
COUNSELORS & ATTORNEYS AT LAW
Licence 154/25



مكتب
ثنيان سعيد بن ثنيان
محامون ومستشارون قانونيون
ترخيص ٢٥ / ١٥٤

١٠- لقد وجه موكلي خطاب إلى بنك دبي الوطني المحدود - بمدينة دبي بالإمارات العربية المتحدة لتوكيل المدعى عليه للتصرف في الحساب رقم (١١١٧١٣) الخاص بموكلي ، وهذا الخطاب عليه توقيع المدعى عليه ومصادقة البنك الأهلي بالرياض على هذا التوقيع ، (مرفق كمستند رقم ٢٢) .
والسؤال الذي يطرح نفسه هنا هو لماذا يفوض موكلي المدعى عليه للتصرف في حسابه ويمنحه كل هذه الصلاحيات إن لم توجد بينهم تعاملات تبرهن هذا الأمر .

١١- كما نرفق لأصحاب الفضيلة شهادة أكثر من ثلاثين شاهد بأنه توجد شراكة بين موكلي والمدعى عليه في تجارة السجاد ، والجميع بحمد الله وفضله على استعداد للمثول أما مقام الدائرة للإدلاء بشهادتهم على وجود هذه الشراكة .

أصحاب الفضيلة ... سرت محمد سعيد ساروت هو من تجارات 228 سجل
ان كل ما ذكر أعلاه قرائن وأدلة مادية واضحة لا ريب فيها تثبت وتؤكد وجود شراكتي في تجارة السجاد بين موكلي والمدعى عليه . عليه نلتمس من فضيلتكم تعيين حارس قضائي على محلات السجاد سواء بالرياض او بجدة ، وجرى ما فيها ، وما قام المدعى عليه بنقله منها منذ علمه بوجود هذه الدعوى وإجراء المحاسبة بينهم .

كذلك نلتمس من فضيلتكم إصدار أمراً بمنع المدعى عليه من السفر ومنعه من التصرف في السجاد لحين البت في هذه الدعوى .

والله يحفظكم ويرعاكم ،،،،،،،،،،

ثنيان سعيد بن ثنيان

وكيل المدعى
محمد سعيد



سرت محمد سعيد ساروت
هو من تجارات 228 سجل
ان كل ما ذكر أعلاه قرائن وأدلة مادية واضحة لا ريب فيها تثبت وتؤكد وجود شراكتي في تجارة السجاد بين موكلي والمدعى عليه . عليه نلتمس من فضيلتكم تعيين حارس قضائي على محلات السجاد سواء بالرياض او بجدة ، وجرى ما فيها ، وما قام المدعى عليه بنقله منها منذ علمه بوجود هذه الدعوى وإجراء المحاسبة بينهم .

Exhibit C



Embassy of the United States of America

AFFIDAVIT

Kingdom of Saudi Arabia)
Province of Riyadh)
City of Riyadh) ss:
Embassy of the United)
States of America)

Before me, Jill A. Sykes, Consul of the United States of
America at Riyadh, Saudi Arabia, duly commissioned and qualified, personally appeared
Mr. Abbas Kermanshah, who

being duly sworn according to law, depose(s) and say(s) as follows:

That I, have reviewed the attached stock certificate of Kermanshah Brothers Oriental rugs,
Inc., number ~~131~~ 131 ~~allegedly certifying that Habibollah Kermanshah is the owner of one~~
~~hundred sixty shares of the corporation .And that I do not have any knowledge about this stock~~
~~certificate .It is a forged document .My name "Abbas Kermanshah "is on this stock certificat~~
~~in the capacity of the President of Kermanshah Brothers Oriental rugs, Inc., but my signature~~
~~is not thereon this stock certificate . It is a forged document . That the signature at the~~
~~left bottom of the stock certificate is not the Mr. Abdulhamid Kermanshah's signature and the~~
~~name on the bottom of the stock certificate is misspelling . It is forgery and fraudulent .~~
~~Please see the attached Notarized affidavit of Mr. Abdulhamid Kermanshah in which he is~~
~~denying the existing of this stock certificate. That I, have attached a copy of Mr. Abdulham~~
~~Kermanshah's US Passport showing the correct spelling of his name and has a copy of his~~
~~signature .That I, have attached a copy of my US Passport #710479642 issued on September 08,~~
~~2004 from US Embassy , Riyadh, Royal Kingdom of Saudi Arabia~~

Further deponent(s) saith not.

Signature of Affiant(s)

Subscribed and sworn to before me, this 12th day of Feb., 2006

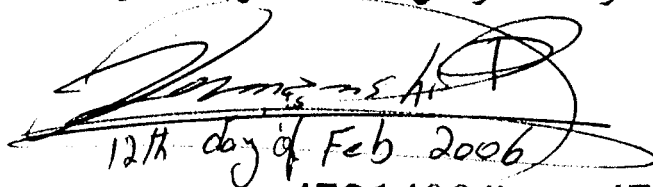
Consul of the United States
of America

بسم الله الرحمن الرحيم

لقد تقدم السيد/عباس كرمان شاه إلى السفارة الولايات المتحدة الأمريكية بالرياض ووضح بالتالي :-

أن السيد/عباس كرمان شاه يقيم حالياً في الرياض ، المملكة العربية السعودية.
بعد مراجعة الدقيقة للشهادة ملكية الأسهم لمؤسسة كرمان شاه للسجاد الشرقي المرقمة "3" المعدة والمقدمة من قبل السيد/حبيب الله كرمان شاه فحواها يدعى بأنه يملك مائة وستون اسهم من الأسهم المؤسسة كرمان شاه للسجاد الشرقي . وأنا ما عندي أي علم بهذا الشهادة . وأنها غير صحيحة ومزورة .
أن اسمي "عباس كرمان شاه" موجود في هذه الشهادة كرئيس مؤسسة كرمان شاه وإخوانه للسجاد الشرقي ولكن توقيع غير موجود . وهذا يؤكد إنها مزورة .
وكذا لك التوقيع الذي يظهر في الشهادة لسيد/عبد الحميد كرمان شاه غير مطابق واسمه مكتوب خطأ . انظر إلي خطاب المعتمد المرفق لسيد /عبد الحميد كرمان شاه الذي ينكر وجود مثل هذه الشهادة .
مرفق صورة الجواز السفر الأمريكي لسيد/عبد الحميد كرمان شاه الذي يبين لنا كتابة اسمه على وجه الصحيح وتوقيعه أيضا .

ومرفق صورة من الجواز السفر الأمريكي رقم "710479642" الصادر في سبتمبر 8، 2004 من السفارة الأمريكية ، الرياض ، المملكة العربية السعودية.


12th day of Feb 2006

ترجمة: لخطاب الشهادة

أبو موسى / ت 4765559 فاكس #4721409

FROM : ah&r

PHONE NO. :

SEP. 01 2005 09:25PM P1

INCORPORATED UNDER THE LAWS OF THE STATE OF NEW YORK

Kermanshah Brothers Oriental Rugs, Inc.

TOTAL AUTHORIZED ISSUE
200 SHARES WITHOUT PAR VALUE
COMMON STOCK

HABIBOLLAH KERMANSIAH

This is to Certify that _____ is the owner of
x x x x x x x x x x ONE HUNDRED AND SIXTY x x x x x x x x x x fully paid and
non-assessable shares of the above Corporation transferable only on the books
of the Corporation by the holder hereof in person or by duly authorized Attorney
whose name and of this Certificate, properly indorsed,
Witness, the seal of the Corporation and the signature of its duly authorized officer
Dated _____

PAID FOR BY THE COMPANY

SEE REVERSE FOR
CERTAIN INFORMATION

[illegible]

HP LASERJET 3100;
Entity Information

21202/2008

DEC-28-03 01:00PM

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Page 6 of 9

NYS Department of State

Division of Corporations

Entity Information

Selected Entity Name: KERMANEILAH BROTHERS ORIENTAL RUGS, INC

Selected Entity Status Information

Current Entity Name: KERMANSHAH BROTHERS ORIENTAL RUGS, INC.
Initial DOS Filing Date: JULY 11, 1972

County: NEW YORK
Jurisdiction: NEW YORK
Entity Type: DOMESTIC BUSINESS CORPORATION
Current Entity Status: INACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)
HOUBAS ORIENTAL RUGS, INC.
290 FIFTH AVE.
NEW YORK, NEW YORK, 10001

Registered Agent

NONE

NOTE: New York State does not issue organizational identification numbers.

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[Division of Corporations, State Records and UCC Home Page](#) [NYS Department of State Home Page](#)

*Le Secrétaire d'Etat
des Etats-Unis d'Amérique
prie par les présentes toutes autorités compétentes de laisser passer
le citoyen ou ressortissant des Etats-Unis titulaire du présent passeport,
sans délai ni difficulté et, en cas de besoin, de lui accorder
toute aide et protection légitimes.*

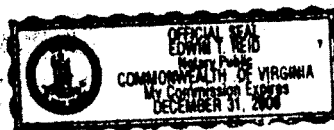
SIGNATURE OF HEARER/SIGNATURE DU TITULAIRE

PASSPORT
PASSPORT
Type / Catégorie
P
Date of issue / Date
KERMANS SHAH
Abdolhamid
United States of America
Date of birth / Date de naissance
15 OCT 49
Place of birth / Lieu de naissance
IRAN
Date of expiration / Date d'expiration
16 AOU 92
18 AUG/AOU D
Amendments /
Modifications
SEE PAGE
26

P<USAKERMANS SHAH<<ABDOLHAMID<<<<<<<<<<<<<<<<
1105533956USA4910121M0208183<<<<<<<<<<<<<<<<

A. Hamid. Kermanshah

Court/Jury of ALEXANDRIA
Commonwealth/State of VA
The foregoing instrument was presented and
before me this 28th day of DEC
2005 by
A. AMUD KERMANSHAH
(name of person signing instrument)
Notary Public
My commission expires on 31 DEC 2008



ABBAS KERMANSHAH

December 30th. 2005

RE : AFFIDAVIT.

I, Abbas Kermanshah being duly sworn deposes and say :

1- That I, am currently residing at _____,
Riyadh, Royal Kingdom Of Saudi Arabia.

2- That I, have reviewed the attached stock certificate of Kermanshah Brothers Oriental rugs, Inc., number " 3 ", allegedly certifying that Habibollah Kermanshah is the owner of one hundred sixty shares of the corporation. And that I do not have any knowledge about this stock certificate. It is a forged document.

3- My name "Abbas Kermanshah" is on this stock certificate in the capacity of the President of Kermanshah Brothers Oriental rugs Inc., but my signature is not there on this stock certificate. It is a forged document.

4- That the signature at the left bottom of the stock certificate is not the Mr. Abdolhamid Kermanshah 's signature and the name on the bottom of the stock certificate is misspelling. It is forgery and fraudulent. Please see the attached notarized affidavit of Mr. Abdolhamid Kermanshah in which he is denying the existing of this stock certificate.

5- That I, have attached a copy of Mr. Abdolhamid kermanshah 's US. Passport showing the correct spelling of his name and has a copy of his signature.

6- That I, have attached a copy of my US. Passport # 710479642 issued on September 08, 2005 from US. Embassy, Riyadh, Royal Kingdom Of Saudi Arabia.

Sworn to me before this 12 day of Feb 2006 2005

Feb 12, 2006

DR. ABDOLHAMID KERMANSHAH

217, East 83rd. Street

Apartment # 2 - B

New York, N. Y. 10028

Telephone : 1-212- 627- 7099 (Business)

1-212- 737- 7798 (Home)

1-917-815-7057 (Mobile)

RE : AFFIDAVIT

I, Abdolhamid Kermanshah, being duly sworn deposes and say :

1. That I, am currently residing at 217 East 83rd. Street, Apartment 2 B, New York, N. Y. 10028
2. That I have never been known by any other name than ABDOLHAMID KERMANSHAH.
3. That I have reviewed the attached stock certificate of Kermanshah Brothers Oriental Rugs, Inc., number "3", allegedly certifying that Habibollah Kermanshah is the owner of one hundred sixty shares of the corporation. And that I do not have any knowledge about this stock certificate. It is a forged document.
4. That the signature at the bottom of the stock certificate is not mine and the spelling of my name on the bottom of the stock certificate is misspelled. It is forgery and fraudulent.
5. That I have attached a copy of my US. Passport showing the correct spelling of my name and has a copy of my signature.
6. That I am willing to testify in person, if needed.

A. Hamid Kermanshah

ABDOLHAMID KERMANSHAH

Sworn to before me this
28th. day of December, 2005

STATE OF VA, CITY OF ALEXANDRIA

[Signature]

